

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE**

**BRIAN CARRICO; KACIE CARRICO;
DON GATLIN; and DORA GATLIN;
individually and on behalf of all others
similarly situated,**

Plaintiffs,

v.

**UPONOR, INC.; UPONOR NORTH
AMERICA, INC.; DOES 1 through 100,
inclusive, whose true names are unknown,**

Defendants.

Case No. 3:23-CV-00497

District Judge Eli Richardson

Magistrate Judge Jeffrey S. Frensley

**DECLARATION OF JOHN R. SCHLEITER IN SUPPORT OF SPECIALLY
APPEARING DEFENDANT UPONOR NORTH AMERICA, INC.'S MOTION TO
DISMISS FOR LACK OF PERSONAL JURISDICTION OR, ALTERNATIVELY, TO
(1) COMPEL ARBITRATION; (2) DISMISS PLAINTIFFS' FIRST AMENDED
COMPLAINT AND CLASS ALLEGATIONS; AND (3) STRIKE CLASS ALLEGATIONS**

I, John R. Schleiter, declare as follows:

1. I am General Counsel, Vice President of Legal Affairs for Specially Appearing Defendant Uponor North America, Inc. ("UNA").

2. I offer this Declaration in support of UNA's Motion to Dismiss for Lack of Personal Jurisdiction or, Alternatively, to (1) Compel Arbitration; (2) Dismiss Plaintiffs' First Amended Complaint and Class Allegations; and (3) Strike Class Allegations. I have personal knowledge of the matters stated in this Declaration based on my position with UNA, as well as on my review of records that were made in the regular course of business of UNA and were made at the time of the act, transaction, occurrence, or event referred to herein, or within a reasonable time thereafter. If called and sworn as a witness, I could and would competently testify to the matters stated in this Declaration.

3. At all times relevant to the present, UNA was a holding company that did not have any contacts with Tennessee.

4. UNA is incorporated in Delaware and headquartered in Minnesota.

5. UNA does not manufacture, sell, or provide a warranty for, any products.

6. UNA does not design, install, manufacture, construct, assemble, inspect, distribute, supply, ship, or sell blue and red colored cross-linked polyethylene tubing ("PEX"), or any other products, directly or indirectly in and/or into Tennessee.

7. UNA is not authorized, licensed, qualified, registered, or chartered to transact any business in Tennessee. UNA does not transact business in Tennessee, and it has never paid taxes to the State of Tennessee.

8. UNA does not have offices, employees or bank accounts in Tennessee, and UNA has never employed any agents to solicit business, sell, or manufacture products in Tennessee.

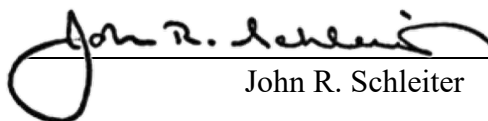
9. UNA has never had any place of business in Tennessee and has never established, or sought to establish, a physical presence in Tennessee. UNA has no assets in Tennessee, has never owned, leased or possessed any real estate in Tennessee, and has never maintained a post office box, mailing address, telephone listing or bank account in Tennessee.

10. UNA is a separate and distinct corporation from Uponor Corp. ("UC") and Uponor, Inc. ("UI"), the latter of which is a company that distributes and/or sells certain products in the United States, including PEX. UNA does not own the assets or property of Uponor. Officers and employees of UI are responsible for the day-to-day operations of UI and UNA does not make corporate decisions for Uponor. There are separate books and records maintained for UNA and Uponor.

11. I have reviewed the First Amended Complaint filed by Plaintiffs in the above-captioned action. UNA did not design, manufacture, construct, assemble, inspect, distribute, supply, sell, or warrant the PEX allegedly installed in the properties at issue in this lawsuit, *i.e.*, Plaintiffs' properties located in Hendersonville, Tennessee.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on August 28, 2023 at Apple Valley (Dakota County), Minnesota.


John R. Schleiter

CERTIFICATE OF SERVICE

I, the undersigned attorney, do hereby certify that the foregoing pleading was electronically filed with the Clerk of Court using the CM/ECF filing system which automatically sends email notifications of such filing to the following attorneys of record:

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